

RECORDATION NO. 30664 FILED

MAR 12 '13 -5 02 PM

~~SURFACE TRANSPORTATION BOARD~~

FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

Via FedEx Standard Overnight

March 11, 2013

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated May 7, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Pinnacle Energy Marketing, LLC
1245 Brickyard Rd, Ste 210
Salt Lake City, UT 84106

A description of the railroad equipment covered by the enclosed document is for thirty (30) tank cars; having FURX and NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosure

(PIEN001B-C)

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ASSGN. NO.: PIEN001-PIEN001A

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 7th day of May, 2012, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Pinnacle Energy Marketing, LLC ("Lessee"), a Utah limited liability company corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of January 20, 2012, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of January 20, 2012, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR

Title: VICE PRESIDENT SALES & MARKETING

**RICHARD F. SEYMOUR
VICE PRESIDENT SALES & MARKETING**

ATTEST:

By: Janice Enolva

Name: Janice Enolva

Title: Manager of Documentation

Executed on this 7th day of May, 2012.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

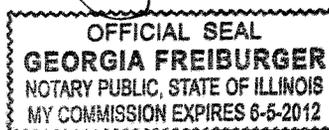
I, GEORGIA FREIBURGER a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 7th day of May, 2012

Georgia Freiburger
Notary Public

My Commission Expires:

6-2012
(Notary Public)



LESSEE:

PINNACLE ENERGY MARKETING, LLC

ATTEST:

By: Robert C John
Name: Robert C John
Title: Manager

By: [Signature]
Name: JEREMY SCHWENDMAN

Title: WITNESS

Executed on this 25 day of April, 2012.

[CORPORATE SEAL]

STATE OF Utah

COUNTY OF Salt Lake

I, Kristi Higgs, a Notary Public of the County and State aforesaid, certify that Robert C. John personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 25th day of April, 2012.

Kristi Higgs
Notary Public

Commission Expires:
10/24/2015
(Notary Public)

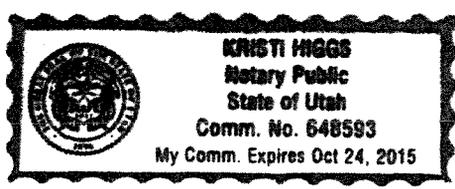


EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Thirty (30)

DESCRIPTION OF CARS: Tanks

CAR NUMBERS:

GROUP A

FURX	120077
FURX	120084
FURX	120310
FURX	120311
FURX	120312
FURX	120315
FURX	120500
FURX	120506
FURX	120508
FURX	120509
FURX	120510
FURX	120512
FURX	120517
FURX	120519
FURX	120520
FURX	120521
FURX	120523
FURX	120546
FURX	120547
FURX	120553
FURX	120589
FURX	120606
FURX	120611
NDYX	120099
NDYX	120585
NDYX	120619

GROUP B

FURX	130154
FURX	130162
FURX	130181
FURX	130187